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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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| In re | : | Chapter 11 |
| | : | |
| DELPHI CORPORATION, <u>et al.</u> , | : | Case No. 05-44481 (RDD) |
| | : | |
| Debtors. | : | (Jointly Administered) |
| | : | |
| ----- | x | |

EXHIBIT D-17
ENVIRONMENTAL MATTERS
233.8 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 12/30/05
Bill Number: 1091378**

| NAME | DATE | HOURS | DESCRIPTION |
|----------|----------|-------|--|
| BERLIN K | 10/10/05 | 1.80 | TELECONFERENCE WITH M. HESTER AND T. WALLE RE DELPHI'S ENVIRONMENTAL ISSUES AND REVIEW OF SAME (1.8). |
| BERLIN K | 10/16/05 | 2.20 | REVIEW OF MATERIALS RE DELPHI ENVIRONMENTAL ISSUES AND PREPARE FOR MEETING IN TROY, MI ON OCTOBER 17 (2.2). |
| BERLIN K | 10/17/05 | 7.30 | PREPARE FOR AND MEETING IN TROY, MI WITH M. HESTER AND J. WALLE TO REVIEW ALL ENVIRONMENTAL ISSUES (7.3). |
| BERLIN K | 10/20/05 | 1.20 | BEGIN REVIEW RE GM ENVIRONMENTAL MATTERS AGREEMENT (1.2). |
| BERLIN K | 10/21/05 | 1.70 | CONTINUE REVIEW OF DOCUMENTS AND OF NEXT STEPS AND OF ADDITIONAL DOCUMENTS WE NEED TO SEE (1.7). |
| BERLIN K | 10/24/05 | 3.70 | CONTINUE REVIEW OF ENVIRONMENTAL MATTERS AGREEMENT ISSUES (0.7); REVIEW OF KOSZENSKI COMPLAINT AGAINST GM AND GM'S LETTER RE SAME (1.3); PREPARATION FOR AND TELECONFERENCE WITH J. AMODEO AND M. HESTER RE STATUS OF MATTERS (0.4); TELECONFERENCE WITH E. COCHRAN RE GM ISSUES (0.2); BEGIN WORK ON ENVIRONMENTAL STRATEGY MEMORANDUM (1.1). |
| BERLIN K | 10/25/05 | 1.80 | PREPARE FOR TELECONFERENCE WITH J. AMODEO, M. HESTER ET AL. RE NOTICE AND SCHEDULING ISSUES RE ENVIRONMENTAL MATTERS (0.5); CONTINUE WORK ON STRATEGY MEMORANDUM (1.3). |
| BERLIN K | 10/26/05 | 3.80 | TELECONFERENCE WITH M. WEXLER RE REAL ESTATE/ENVIRONMENTAL ISSUES (0.2); CONTINUE WORK ON STRATEGY MEMORANDUM (3.6). |
| BERLIN K | 10/27/05 | 4.90 | TELECONFERENCE WITH M. HESTER AND K. JONES RE MISCELLANEOUS REAL ESTATE ISSUES AND REVIEW OF SAME (0.6); TELECONFERENCE WITH E. COCHRAN RE EPA ISSUES AND CONTINUE REVIEW OF SAME (1.2); CONTINUE DRAFTING STRATEGY MEMORANDUM (3.1). |
| BERLIN K | 10/28/05 | 7.80 | CONTINUE DRAFTING OF STRATEGY MEMORANDUM (7.8). |
| BERLIN K | 10/29/05 | 8.30 | FINALIZE PRELIMINARY STRATEGY MEMORANDUM (8.3). |

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| BERLIN K | 11/01/05 | 0.30 | TELECONFERENCE WITH M. HESTER RE NEXT STEPS (0.1); TELECONFERENCE WITH M. WEXLER RE REAL ESTATE SALES ISSUES (0.2). |
| BERLIN K | 11/02/05 | 2.00 | TELECONFERENCE WITH M. WEXLER AND K. JONES RE ANAHEIM CONSENT ORDER AND SALES AGREEMENT (0.4); TELECONFERENCE WITH M. HESTER RE LANDFILL (0.3); REVIEW AND MARKUP OF ANAHEIM CONSENT ORDER (1.3). |
| BERLIN K | 11/03/05 | 1.90 | PREPARE FOR AND TELECONFERENCE WITH WORKING GROUP RE ENVIRONMENTAL ISSUES (1.9). |
| BERLIN K | 11/04/05 | 2.40 | TELECONFERENCE WITH M. HESTER TO REVIEW STRATEGY MEMORANDUM, AND BEGIN REVISIONS TO SAME (2.4). |
| BERLIN K | 11/05/05 | 1.40 | CONTINUE DRAFTING REVISIONS TO STRATEGY MEMORANDUM (1.4). |
| BERLIN K | 11/08/05 | 0.40 | REVIEW OF TEXAS ENVIRONMENTAL COMMISSION EMAIL AND RESPONSE TO SAME (0.4). |
| BERLIN K | 11/09/05 | 2.10 | CONTINUE REDRAFTING OF ENVIRONMENTAL STRATEGY MEMORANDUM (2.1). |
| BERLIN K | 11/10/05 | 0.50 | TELECONFERENCE WITH M. HESTER REVIEWING CONTRACTOR ISSUES, ISSUES RE EXISTING CONTRACTS AND EXISTING CONTRACTS SCHEDULE, AND TEXAS INFORMATION RESPONSE AND ENVIRONMENTAL STRATEGY MEMORANDUM (0.5). |
| BERLIN K | 11/11/05 | 1.90 | REVIEW OF ESSENTIAL SUPPLIER MOTION AND ORDER, AND TELECONFERENCE WITH M. HESTER (1.9). |
| BERLIN K | 11/17/05 | 0.70 | REVIEW OF INFORMATION IN RELEASES AT WYOMING FACILITY AND TELEPHONE CONFERENCE WITH M. HESTER RE SAME (0.4); TELECONFERENCE WITH M. HESTER RE PERMIT ISSUES (0.3). |
| BERLIN K | 11/18/05 | 1.90 | PARTICIPATE IN WORKING GROUP TELEPHONE CONFERENCE (1.5); REVIEW OF FORM PERMIT FEE LETTER (0.4). |
| BERLIN K | 11/21/05 | 3.40 | REVIEW OF HALEY & ALDRICH LIEN ARGUMENT AND TELECONFERENCES WITH M. HESTER RE SAME AND RE TREMONT SITE (1.8); REVIEW OF MECHANICS LIEN STATUTES RELEVANT TO THE HALEY & ALDRICH CLAIM (1.0); TELECONFERENCE WITH K. JONES RE KANSAS PRE-PETITION BANKRUPTCY CLAIM AND NEW BRUNSWICK, NEW JERSEY FACILITY (0.4); TELECONFERENCE WITH K. JONES AND M. HESTER RE PRE-PETITION CLAIMS (0.2). |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

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| BERLIN K | 11/22/05 | 2.60 | TELECONFERENCE WITH M. WEXLER RE HALEY & ALDRICH CLAIM AND ENVIRONMENTAL REAL ESTATE ISSUES (0.2); REVIEW OF ISRA ISSUES RE NEW BRUNSWICK (1.1); CONTINUE REVIEW OF ENVIRONMENTAL LIEN ISSUES (0.8); TELECONFERENCE WITH K. JONES RE ISRA ISSUE (0.2); TELECONFERENCE WITH M. HESTER RE HALEY & ALDRICH AND REAL ESTATE SALE STRATEGY (0.3). |
| BERLIN K | 11/23/05 | 1.60 | REVIEW OF ADDITIONAL LETTER AND DOCUMENTS RE HALEY & ALDRICH CLAIM (1.3); TELECONFERENCE WITH M. HESTER RE NOTIFICATION ISSUES (0.3). |
| BERLIN K | 11/28/05 | 1.30 | TELECONFERENCE WITH K. GANS RE MECHANICS LIEN ISSUES AND CONTINUE REVIEW OF SAME (0.8); TELECONFERENCE WITH M. HESTER RE NOTICE ISSUES AND REVIEW OF HIS EMAILS RE SAME (0.5). |
| BERLIN K | 11/29/05 | 3.50 | TELECONFERENCES WITH K. JONES RE ISSUE WITH KANSAS DEPARTMENT OF HEALTH AND ENVIRONMENT (KDHE) AND REVIEW OF APPLICABLE REGULATIONS, STATUTES AND LETTER FROM THE STATE (1.8); TELECONFERENCE WITH K. JONES AND REPRESENTATIVE FROM KDHE RE SAME (0.3); REVIEW OF MARKUP OF GENERAL LETTER IN RESPONSE TO PERMIT FEE REQUESTS (1.2); TELECONFERENCE WITH M. HESTER RE NEW POTENTIAL SUPERFUND CASE (0.2). |
| BERLIN K | 11/30/05 | 1.30 | PREPARE MEMORANDUM ON LIENS (1.1); TELECONFERENCE WITH M. HESTER RE LIENS AND PERMIT ISSUES (0.2). |
| | | 73.70 | |
| WEXLER MP | 10/26/05 | 0.40 | DISCUSS WITH J. JAFFURS AND J. BEAUDOEN POSSIBLE REAL ESTATE DISPOSITIONS, INCLUDING OPUS WEST, AND ISSUES TO BE CONSIDERED IN CONNECTION THEREWITH AND FOLLOW UP WITH K. JONES ON IMPACT ON ENVIRONMENTAL CLEAN-UP IN CONNECTION THEREWITH (0.4). |
| WEXLER MP | 10/31/05 | 0.40 | TELECONFERENCE WITH K. JONES RE ENVIRONMENTAL ISSUES IN CONNECTION WITH SALE OF ANAHEIM PROPERTY AND POSSIBLE STRATEGIES FOR DEALING WITH SAME (0.4). |
| WEXLER MP | 11/01/05 | 0.50 | FOLLOW UP ON ISSUES RAISED BY K. JONES RE EXECUTION OF CONSENT ORDER WITH CALIFORNIA ENVIRONMENTAL AGENCY IN CONNECTION WITH ANAHEIM PLANT (0.3) AND DISCUSS WITH K. JONES (0.2). |

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| WEXLER MP | 11/02/05 | 1.10 | REVIEW CONSENT AGREEMENT WITH CALIFORNIA DEPARTMENT OF TOXIC SUBSTANCES CONTROL FOR ANAHEIM PLANT (0.3) AND CONFERENCE CALL WITH K. JONES AND K. BERLIN RE ABILITY TO ENTER INTO CONSENT AGREEMENT AND APPROPRIATE CHANGES THERETO (0.5) AND FOLLOW UP ON ISSUES RAISED (0.3). |
| WEXLER MP | 11/03/05 | 0.80 | REVIEW ENVIRONMENTAL STRATEGY MEMORANDUM (0.8). |
| WEXLER MP | 11/11/05 | 1.20 | REVIEW ENVIRONMENTAL STRATEGY MEMORANDUM (0.8) AND FOLLOW UP ON STRATEGY ISSUES (0.4). |
| WEXLER MP | 11/17/05 | 0.20 | TELECONFERENCE WITH K. BERLIN RE ABILITY TO PAY ENVIRONMENTAL PERMITS FOR PRE/POST PETITION TIME FRAMES AND FOLLOW UP ON SAME (0.2). |
| | | 4.60 | |
| Total Partner | | 78.30 | |
| AMODEO JA | 10/20/05 | 3.50 | REVIEW MATERIALS RELATING TO OUTSTANDING ENVIRONMENTAL LIABILITIES (3.5). |
| AMODEO JA | 10/25/05 | 0.50 | TELECONFERENCE WITH M. HESTER ON ENVIRONMENTAL MATTERS AND COMPANY'S PREPARATION OF SCHEDULES (0.5). |
| AMODEO JA | 10/26/05 | 6.20 | RESEARCH ON POTENTIAL REJECTION OF ENVIRONMENTAL MATTERS AGREEMENT (6.2). |
| AMODEO JA | 10/27/05 | 7.30 | RESEARCH FOR MEMORANDUM ON STRATEGY FOR HANDLING ENVIRONMENTAL CLAIMS (7.3). |
| AMODEO JA | 10/28/05 | 7.60 | DRAFT MEMO ON REJECTING OF ENVIRONMENTAL MATTER AGREEMENT AND RELATED ISSUES (7.6). |
| AMODEO JA | 11/10/05 | 2.10 | PREPARE POWERPOINT PRESENTATION OF ENVIRONMENTAL STRATEGY (2.1). |
| AMODEO JA | 11/11/05 | 3.20 | PREPARE POWERPOINT PRESENTATION OF ENVIRONMENTAL STRATEGY (3.2). |
| | | 30.40 | |
| EISENBERG HC | 11/21/05 | 0.50 | TELECONFERENCE WITH K. BERLIN RE ISRA TRIGGER FOR EXERCISE OF OPTION TO SELL NEW JERSEY PROPERTY (0.1); RESEARCH RE SAME (0.3); EMAIL TO K. BERLIN RE SAME (0.1). |
| EISENBERG HC | 11/22/05 | 0.20 | TELECONFERENCE WITH K. BERLIN RE ISRA TRIGGER WITH RESPECT TO EXERCISE OF PUT OPTION FOR SALE OF NEW JERSEY PROPERTY (0.2). |

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| EISENBERG HC | 11/28/05 | 2.30 | TELECONFERENCE WITH K. BERLIN RE MECHANICS LIEN (0.3); REVIEW OF MEMO RE SAME (0.2); RESEARCH ON MECHANICS LIEN ISSUE (1.2); E-MAIL TO K. BERLIN RE PRELIMINARY RESULTS OF RESEARCH (0.6). |
| EISENBERG HC | 11/29/05 | 1.70 | REVIEW OF CASES AND ARTICLES RE MECHANICS LIEN ISSUE (1.0); E-MAIL TO K. BERLIN RE SAME (0.7). |
| EISENBERG HC | 11/30/05 | 0.30 | TELECONFERENCE WITH K. BERLIN ON MECHANICS LIEN ISSUE (0.3). |
| | | 5.00 | |
| Total Counsel | | 35.40 | |
| DAVIES L | 11/02/05 | 1.00 | TELECOM MEH / INGLES, REVIEW OF INFORMATION (1.0). |
| DAVIES L | 11/03/05 | 2.50 | REVIEW OF DISCLOSURE SCHEDULES AND THIRD PARTY CONSENTS (0.9); BRIEFING RE FSA AND EXCHANGE REQUIREMENTS, TELECOMS SASMF-NY (SM) (0.4); REVIEW OF SPA, FSA WEB REVIEW (1.2). |
| DAVIES L | 11/04/05 | 1.20 | UPDATES PILKINGTON AND MARSHALL RE PROCESS, TELECOMS SASMF-NY (1.2). |
| DAVIES L | 11/07/05 | 0.70 | UPDATES MEH / ND/ MARSHALL / PILKINGTON, TELECOMS SASMF RE BID DOCUMENTS (0.7). |
| DAVIES L | 11/09/05 | 1.60 | REVIEW AND COMMENT REGULATORY CHART (1.6). |
| DAVIES L | 11/10/05 | 0.80 | ATTENDING TO CORRESPONDENCE RE DISCLOSURE AND FOLLOW UP RE SALE PROCESS (0.5) UPDATE RE EXCHANGES AND REGULATORY MATTERS AND DISCLOSURE SCHEDULE (0.3). |
| DAVIES L | 11/18/05 | 0.40 | ATTENDING CORRESPONDENCE RE UK DIRECTOR MATTERS (0.4). |
| DAVIES L | 11/21/05 | 0.90 | REVIEW OF AND ATTENDING CORRESPONDENCE, DISCUSSION VARIOUS MATTERS (0.9). |
| DAVIES L | 11/22/05 | 1.00 | INTERNAL MEETING RE UK DIRECTORS INQUIRIES, PREPARATION, REVIEW CORRESPONDENCE, FOLLOW UP (1.0). |
| | | 10.10 | |
| Total Associate | | 10.10 | |
| TOTAL TIME | | <u>123.80</u> | |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 12/30/05
Bill Number: 1091378**

| Disbursement | Date | Vendor/Employee/Dept. | Amount |
|---------------------|-------------|----------------------------------|-------------------|
| Telephone Expense | 10/28/05 | Telecommunications, D | 0.15 |
| Telephone Expense | 10/28/05 | Telecommunications, D | 0.33 |
| Telephone Expense | 10/28/05 | Telecommunications, D | 0.07 |
| Telephone Expense | 11/23/05 | Telecommunications, D | 0.21 |
| Telephone Expense | 11/23/05 | Telecommunications, D | 0.07 |
| Telephone Expense | 11/23/05 | Telecommunications, D | 1.02 |
| Telephone Expense | 11/23/05 | Telecommunications, D | 1.87 |
| Telephone Expense | 11/23/05 | Telecommunications, D | 0.27 |
| Telephone Expense | 11/23/05 | Telecommunications, D | 0.01 |
| | | TOTAL TELEPHONE EXPENSE | \$4.00 |
| Lexis/Nexis | 11/28/05 | Hill TL | 408.86 |
| Lexis/Nexis | 11/28/05 | Eisenberg MG | 21.17 |
| Lexis/Nexis | 11/29/05 | Hill TL | 917.97 |
| | | TOTAL LEXIS/NEXIS | \$1,348.00 |
| Westlaw | 10/27/05 | Amodeo JA | 1,112.35 |
| Westlaw | 10/28/05 | Amodeo JA | 106.72 |
| Westlaw | 10/28/05 | Herriott AV | 4.26 |
| Westlaw | 11/04/05 | Amodeo JA | 153.89 |
| Westlaw | 11/22/05 | Amodeo JA | 382.87 |
| Westlaw | 11/28/05 | Hill TL | 16.91 |
| | | TOTAL WESTLAW | \$1,777.00 |
| Out-of-Town Travel | 10/17/05 | Berlin K | 82.00 |
| | | TOTAL OUT-OF-TOWN TRAVEL | \$82.00 |
| Messengers/ Courier | 10/26/05 | Dist Serv/Mail/Page, D | 21.00 |
| | | TOTAL MESSENGERS/ COURIER | \$21.00 |
| | | TOTAL MATTER | \$3,232.00 |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 01/31/06
Bill Number: 1092991**

| NAME | DATE | HOURS | DESCRIPTION |
|----------|----------|-------|---|
| BERLIN K | 12/02/05 | 2.40 | PARTICIPATE IN WORKING GROUP CALL ON NEXT WEEK'S ISSUES (1.5); REVIEW OF REVISED PERMIT FEE LETTER AND E-MAIL RE SAME (0.4); PREPARE EMAIL ON HALEY & ALDRICH CLAIM AND CONTINUE REVIEW OF SAME (0.5). |
| BERLIN K | 12/05/05 | 0.80 | BEGIN REVIEW OF CATALYST SALE AGREEMENT (0.8). |
| BERLIN K | 12/06/05 | 1.40 | REVIEW OF DISCLOSURE SCHEDULES (1.4). |
| BERLIN K | 12/07/05 | 5.30 | PREPARE FOR AND TELEPHONE CONFERENCE WITH M. HESTER RE ALL ENVIRONMENTAL MATTERS (1.2); FINISH REVIEW OF ENVIRONMENTAL SCHEDULES (0.6); REVIEW PRESENTATION FOR THIRD MEETING OF UNSECURED CREDITORS COMMITTEE (1.1); REDRAFT OF THE ENVIRONMENTAL PROVISIONS IN CATALYST SALE AGREEMENT (2.4). |
| BERLIN K | 12/08/05 | 1.30 | TELECONFERENCES WITH M. HESTER RE HALEY & ALDRICH PAYMENT AND WORK ON MEMORANDUM RE SAME (1.3). |
| BERLIN K | 12/09/05 | 3.30 | PREPARE EMAIL AND MEMORANDUM ON HALEY & ALDRICH CLAIM (2.2); REVIEW OF REJECTION OF LEASE ENVIRONMENTAL DAMAGES MEMORANDUM (0.6); REVIEW OF EMAILS AND TELECONFERENCE WITH M. HESTER RE DISCLOSURE SCHEDULE ISSUES (0.5). |
| BERLIN K | 12/11/05 | 2.60 | FINISH DRAFTING HALEY & ALDRICH MEMORANDUM (1.1); REVIEW REVISED CATALYST AGREEMENT (1.5). |
| BERLIN K | 12/12/05 | 0.90 | REVIEW OF MEMORANDA ON LEASE REJECTION ISSUES (0.4); REVIEW OF HALEY & ALDRICH LETTER DESCRIBING ITS CLEANUP WORK LIST (0.5). |
| BERLIN K | 12/13/05 | 1.90 | REVIEW OF HALEY & ALDRICH MEMORANDUM (0.4); REVIEW AND REDRAFTING OF STRATEGY MEMORANDUM (1.5). |
| BERLIN K | 12/16/05 | 1.20 | DELPHI TELECONFERENCE WITH STRATEGY TEAM RE OPEN ISSUES AND RECENT DEVELOPMENTS (1.2). |
| BERLIN K | 12/20/05 | 0.70 | REVIEW HALEY & ALDRICH MEMORANDUM (0.7). |
| BERLIN K | 12/21/05 | 1.10 | CONTINUE TO REVISE HALEY & ALDRICH MEMORANDUM (1.1). |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

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| BERLIN K | 12/30/05 | 1.00 | PARTICIPATE IN STRATEGY TELECONFERENCE RE NEXT WEEK'S MATTERS (1.0). |
| | | 23.90 | |
| WEXLER MP | 12/02/05 | 0.60 | REVIEW RESULTS OF RESEARCH RE ENVIRONMENTAL REMEDIATION GIVING RISE TO MECHANIC'S LIENS AND ADVICE TO CLIENT RE SAME (0.6). |
| WEXLER MP | 12/05/05 | 0.20 | REVIEW AND COMMENT ON FORM OF LETTER RE ENVIRONMENTAL PERMITS (0.2). |
| WEXLER MP | 12/08/05 | 0.30 | REVIEW AND COMMENT ON MEMO TO CLIENT RE IMPACT OF REJECTION OF LEASES ON ENVIRONMENTAL CLEANUP OBLIGATIONS TO LANDLORD (0.3). |
| WEXLER MP | 12/14/05 | 0.90 | REVIEW REVISED MEMO RE POTENTIAL FOR HALEY & ALDRICH LIEN ON PROPERTIES (0.9). |
| | | 2.00 | |
| Total Partner | | 25.90 | |
| EISENBERG HC | 12/08/05 | 2.00 | RESEARCH ON MECHANICS LIEN ISSUE AND WORK ON MEMO RE SAME (2.0). |
| EISENBERG HC | 12/09/05 | 6.60 | RESEARCH ON MECHANICS LIEN ISSUE AND WORK ON MEMO RE SAME (6.6). |
| EISENBERG HC | 12/12/05 | 0.60 | REVIEW OF REVISED MEMO RE ENVIRONMENTAL CLEANUP DAMAGES IN CONTEXT OF LEASE REJECTION AND REVIEW OF DESCRIPTION OF HALEY & ALDRICH WORK (0.6). |
| EISENBERG HC | 12/21/05 | 0.40 | REVIEW OF REVISED MEMO (0.4). |
| | | 9.60 | |
| Total Counsel | | 9.60 | |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

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| MEISLER RE | 12/20/05 | 0.70 | REVIEWED MEMO ANALYZING VALIDITY OF LIENS ASSERTED BY HALEY & ALDRICH IN CONNECTION WITH ENVIRONMENTAL CONSULTING AND REMEDIATION (0.7). |
| MEISLER RE | 12/21/05 | 0.40 | REVIEWED FINAL MEMO ANALYZING VALIDITY OF LIENS ASSERTED BY HALEY & ALDRICH IN CONNECTION WITH ENVIRONMENTAL CONSULTING AND REMEDATION (0.4). |
| MEISLER RE | 12/22/05 | 0.40 | ATTENTION TO MEMO RE VALIDITY OF ASSERTED LIENS BY HALEY & ALDRICH FOR ENVIRONMENTAL CONSULTING AND REMEDATION AND DRAFTED CORRESPONDENCE TO COMPANY RE SAME (0.3); TELECONFERENCE WITH M. HALL RE SAME (0.1). |
| | | 1.50 | |
| Total Associate | | 1.50 | |
| TOTAL TIME | | <u>37.00</u> | |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 01/31/06
Bill Number: 1092991**

| Disbursement | Date | Vendor/Employee/Dept. | Amount |
|-----------------------|-------------|------------------------------------|-----------------|
| In-house Reproduction | 12/09/05 | Copy Center, D | 30.27 |
| In-house Reproduction | 12/13/05 | Copy Center, D | 2.73 |
| | | TOTAL IN-HOUSE REPRODUCTION | \$33.00 |
| Telephone Expense | 12/29/05 | Telecommunications, D | 0.13 |
| Telephone Expense | 12/29/05 | Telecommunications, D | 1.12 |
| Telephone Expense | 12/29/05 | Telecommunications, D | 0.13 |
| Telephone Expense | 12/29/05 | Telecommunications, D | 0.62 |
| | | TOTAL TELEPHONE EXPENSE | \$2.00 |
| Lexis/Nexis | 12/08/05 | Eisenberg HC | 21.16 |
| Lexis/Nexis | 12/08/05 | Hill TL | 109.81 |
| Lexis/Nexis | 12/09/05 | Eisenberg HC | 122.03 |
| | | TOTAL LEXIS/NEXIS | \$253.00 |
| Westlaw | 12/08/05 | Hill TL | 7.00 |
| | | TOTAL WESTLAW | \$7.00 |
| | | TOTAL MATTER | \$295.00 |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Environmental Matters

Bill Date: 02/28/06
Bill Number: 1108418

| NAME | DATE | HOURS | DESCRIPTION |
|----------|----------|-------|---|
| BERLIN K | 01/03/06 | 7.00 | REVIEW OF DOCUMENTS ON SEPTEMBER 29, 2005 KETTERING, OHIO SPILL (0.9); TELECONFERENCE WITH M. HESTER AND K. JONES RE MEETINGS ON JANUARY 4 AND 5 IN DETROIT AND TROY (0.6); PREPARE FOR AND COMPOSE AGENDA FOR JANUARY 4 MEETING WITH GENERAL MOTORS (1.4); PREPARE FOR AND COMPOSE AGENDA FOR JANUARY 5 MEETING WITH M. HESTER, K. JONES, J. WALLE, ET AL. RE REAL ESTATE ISSUES (1.8); TELECONFERENCE WITH J. WALLE RE KETTERING SPILL AND DAYTON PLANT (0.6); TELECONFERENCE WITH K. MARAFIOTTI ET AL RE OFFSET ISSUES AND REVIEW OF SAME (0.9); TELECONFERENCE WITH K. JONES RE NEW BRUNSWICK ISRA ISSUES AND REVIEW OF SAME (0.8). |
| BERLIN K | 01/04/06 | 5.80 | PREPARE FOR AND MEETING WITH M. HESTER AND GENERAL MOTORS REPRESENTATIVES RE ENVIRONMENTAL ISSUES RELATING TO OFF-SITE LIABILITIES (4.1); PREPARE FOR JANUARY 5 MEETING IN TROY, MI (1.7). |
| BERLIN K | 01/05/06 | 7.50 | PREPARE FOR AND MEET IN TROY, MI WITH M. HESTER, J. WALLE, K. JONES, J. JAFFURS, AND J. BEAUDOEN RE ENVIRONMENTAL ISSUES AND ENVIRONMENTAL/REAL ESTATE STRATEGY (7.5). |
| BERLIN K | 01/06/06 | 3.00 | PREPARE FOR AND TAKE PART IN STRATEGY TELECONFERENCE RE NEXT WEEK'S ISSUES AND MISCELLANEOUS ENVIRONMENTAL ISSUES (1.4); REVIEW OF NEW BRUNSWICK SALE, PUT AND CALL, AND ENVIRONMENTAL AGREEMENT (1.6). |
| BERLIN K | 01/09/06 | 1.90 | REVIEW OF SAGINAW, MICHIGAN DOCUMENTS AND COMMENTS ON SAME (1.4); TELECONFERENCE WITH M. HESTER ET AL. RE SAME (0.2); TELECONFERENCE WITH M. HESTER RE DOJ MEETING, LIENS AND DIP AGREEMENT (0.3). |
| BERLIN K | 01/10/06 | 0.90 | TELECONFERENCE WITH M. HESTER ET AL. RE ENVIRONMENTAL SCHEDULE (0.1); TELECONFERENCE WITH M. HESTER RE GM ISSUES (0.2); TELECONFERENCE WITH K. JONES ET AL. RE ANAHEIM FACILITY (0.5); REVIEW OF OII SITE EMAILS (0.1). |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

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|----------------------|----------|--------------|--|
| BERLIN K | 01/11/06 | 1.40 | REVIEW OF ENTEK CLAIM (0.5); REVIEW OF CASE CALENDER, MOTION SUMMARIES CHART AND THIRD OMNIBUS HEARING AGENDA (0.9). |
| BERLIN K | 01/13/06 | 1.90 | PARTICIPATE IN STRATEGY CALL INCLUDING ENVIRONMENTAL ISSUES (0.2); REVIEW OF NEW YORK PERMIT FEE LETTER THREATENING PENALTIES (0.2); TELECONFERENCE WITH M. HESTER AND F. KOEHLES RE IRVINE FACILITY ENVIRONMENTAL ISSUES AND REVIEW OF SAME (1.3); TELECONFERENCE WITH M. HESTER RE TREMONT SALE (0.2). |
| BERLIN K | 01/16/06 | 0.80 | REVIEW OF ABANDONMENT ISSUES (0.8). |
| BERLIN K | 01/17/06 | 0.80 | REVIEW OF IRVINE LETTER OF CREDIT (0.8). |
| BERLIN K | 01/19/06 | 1.10 | REVIEW OF CALIFORNIA EMISSION CREDIT SALES DOCUMENTS AND EMAIL TO M. HESTER RE SAME (1.1). |
| BERLIN K | 01/20/06 | 1.90 | TAKE PART IN WEEKLY STATUS CALL RE OPEN ISSUES (0.7); TELECONFERENCE WITH M. HESTER ET AL. RE IRVINE LEASE REJECTION ISSUES AND REVIEW OF SAME (0.8); PREPARE EMAIL ON NEW BRUNSWICK ISSUES (0.4). |
| BERLIN K | 01/24/06 | 0.30 | TELECONFERENCE WITH M. HESTER RE MISCELLANEOUS ISSUES AND GM ISSUES (0.3). |
| BERLIN K | 01/26/06 | 0.50 | REVIEW OF LATEST CASE SCHEDULES AND CALENDERS (0.5). |
| BERLIN K | 01/29/06 | 2.30 | PREPARE MEMORANDUM ON ENVIRONMENTAL CONTRACT LANGUAGE (2.3). |
| BERLIN K | 01/31/06 | 0.40 | PREPARE FOR AND TELECONFERENCE WITH R. MEISLER RE NEW BRUNSWICK ISRA ISSUES (0.4). |
| | | 37.50 | |
| WEXLER MP | 01/04/06 | 1.90 | PREPARATION FOR MEETING IN TROY RE ENVIRONMENTAL ISSUES ON OWNED REAL ESTATE (1.9). |
| WEXLER MP | 01/05/06 | 4.80 | PREPARATION FOR (1.2) AND PARTICIPATE IN MEETING WITH M. HESTER, K. JONES, J. JAFFURS, J. BEAUDOEN AND J. WALLEE RE ENVIRONMENTAL ISSUES AND STRATEGY FOR PROPERTIES TO BE SOLD (3.6). |
| | | 6.70 | |
| Total Partner | | 44.20 | |
| AMODEO JA | 01/04/06 | 0.80 | DRAFT LETTER TO IDEM RE ENVIRONMENTAL CLAIMS (0.8). |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

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| AMODEO JA | 01/13/06 | 4.20 | RESEARCH ON TREATMENT OF PRE-PETITION PENALTIES AS UNSECURED CLAIMS (4.2). |
| AMODEO JA | 01/16/06 | 5.50 | DRAFT ENVIRONMENTAL PROVISIONS FOR MODEL PROPERTY SALE AGREEMENT (5.5). |
| AMODEO JA | 01/17/06 | 4.50 | DRAFT MODEL PROPERTY SALE AGREEMENT (4.5). |
| AMODEO JA | 01/19/06 | 5.30 | RESEARCH ON FINANCIAL ASSURANCE REQUIREMENTS FOR IRVINE FACILITY (5.3). |
| AMODEO JA | 01/20/06 | 3.10 | RESEARCH ON AVAILABILITY OF LETTER OF CREDIT FOR HAZARDOUS WASTE CLOSURE TO LANDLORD (3.1). |
| AMODEO JA | 01/23/06 | 5.70 | DRAFT MEMORANDUM ON IRVINE LETTER OF CREDIT (5.7). |
| AMODEO JA | 01/24/06 | 1.20 | FOLLOW-UP RESEARCH ON IRVINE LETTER OF CREDIT (1.2). |
| | | 30.30 | |
| Total Counsel | | 30.30 | |
| TOTAL TIME | | <u>74.50</u> | |

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**Delphi Corporation (DIP)
Environmental Matters**

**Bill Date: 02/28/06
Bill Number: 1108418**

| Disbursement | Date | Vendor/Employee/Dept. | Amount |
|--|-------------|---|-------------------|
| Air/Rail Travel - vendor feed | 01/04/06 | Berlin K | 844.00 |
| | | TOTAL AIR/RAIL TRAVEL - VENDOR FEED | \$844.00 |
| In-house Reproduction | 01/22/06 | Copy Center, D | 6.00 |
| | | TOTAL IN-HOUSE REPRODUCTION | \$6.00 |
| Westlaw | 01/16/06 | Amodeo JA | 203.77 |
| Westlaw | 01/19/06 | Amodeo JA | 393.94 |
| Westlaw | 01/23/06 | Amodeo JA | 30.65 |
| Westlaw | 01/24/06 | Amodeo JA | 301.64 |
| | | TOTAL WESTLAW | \$930.00 |
| Out-of-Town Travel | 01/04/06 | Berlin K | 60.95 |
| Out-of-Town Travel | 01/05/06 | Berlin K | 46.96 |
| Out-of-Town Travel | 01/05/06 | Berlin K | 202.09 |
| | | TOTAL OUT-OF-TOWN TRAVEL | \$310.00 |
| Out-of-Town Meals | 01/04/06 | Berlin K | 38.21 |
| Out-of-Town Meals | 01/05/06 | Berlin K | 19.97 |
| Out-of-Town Meals | 01/05/06 | Berlin K | 13.72 |
| Out-of-Town Meals | 01/05/06 | Berlin K | 73.10 |
| | | TOTAL OUT-OF-TOWN MEALS | \$145.00 |
| Outside Research/Internet Services | 01/05/06 | Berlin K | 11.00 |
| | | TOTAL OUTSIDE RESEARCH/INTERNET SERVICES | \$11.00 |
| | | TOTAL MATTER | \$2,246.00 |